

JUL 26 '11 -11 15 AM

SURFACE TRANSPORTATION BOARD

FIRST UNION RAIL

One O'hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018-4214

Tel 847.318.7575
Fax 847.318.7588
www.firstunionrail.com

VIA UPS 2nd DAY AIR

July 22, 2011

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W., Suite 100
Washington, DC 20423-0001
Re: Documents for Rail Recordation

Re: Memorandum of Lease Agreement

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are one (1) original and two (2) copies of a Memorandum of Lease Agreement dated July 20, 2011, a primary document as defined in the Board's Rules for the Recordation of Documents. Please file this Memorandum of Lease as a primary document since a Master Lease has not been filed with the Surface Transportation Board. The names and addresses of the parties to the enclosed document are:

Lessor: First Union Rail Corporation
One O'Hare Centre
6250 N River Road, Suite 5000
Rosemont, IL 60018

Lessee: WRR Environmental Services Co., Inc.
1321 West Wisconsin Avenue
Oconomowoc, WI 53066

A description of the railroad equipment covered by the enclosed document is for three (3) tank cars; having FURX marks (see Exhibit A for car numbers).

A short summary of the document to appear in the index follows: Memorandum of Lease

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,



Marcia Dunne
Senior Rail Documentation Specialist

Enclosure
(WREN003)

JUL 26 '11 -11 15 AM

ASSGN. NO.: WREN003

MEMORANDUM OF LEASE

STATE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 20th day of July, 2011, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and WRR Environmental Services Co., Inc. ("Lessee"), a Wisconsin corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of July 20, 2011, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 2 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of May 10, 2011, and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

By:

Name:

RICHARD F. SEYMOUR
VICE PRESIDENT OF FIRST UNION RAIL CORPORATION

Title:

ATTEST:

By:

Susan Gorkulsky

Name:

SUSAN GORKULSKY
ASSISTANT DIRECTOR

Title:

OF DOCUMENTATION

Executed on this

20th day of

July, 2011.

[CORPORATE SEAL]

STATE OF

ILLINOIS

COUNTY OF

COOK

I, GEORGIA FREIBURGER, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this

20th day of

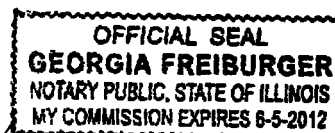
July, 2011.

Notary Public

My Commission Expires:

6-2012

(Notary Public)



LESSEE:

WRR ENVIRONMENTAL SERVICES CO., INC.

ATTEST:

By: Jennifer Heuer
Name: Jennifer He
Title: Accountant

By: [Signature]
Name: Robert T. Fuller
Title: CFO

Executed on this 1 day of May, 2011.

[CORPORATE SEAL]

STATE OF Wisconsin

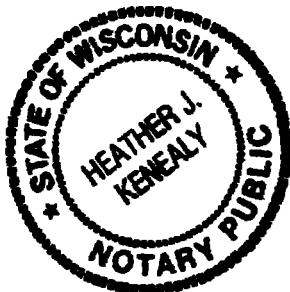
COUNTY OF Eau Claire

I, Heather Kenealy, a Notary Public of the County and State aforesaid, certify that Robert Fuller personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 1 day of May, 2011.

Commission Expires:

2/3/2013
(Notary Public)



Heather Kenealy
Notary Public

EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS:	Three (3)
DESCRIPTION OF CARS:	Tank cars.
CAR NUMBERS:	FURX 120307, FURX 120308, FURX 120309.